



BY-LAWS
OF THE KNOX SCHOOL ALUMNI ASSOCIATION
AMENDED OCTOBER 3, 2015

ARTICLE I: NAME

The name of this organization is The Knox School Alumni Association.

ARTICLE II: PURPOSE

The purpose and objectives of this Alumni Association are:

- 1) To promote the welfare and interests of The Knox School and its continued development
- 2) To establish a mutually beneficial relationship between The Knox School and its alumni
- 3) To foster a spirit of loyalty and fraternity among the alumni and students of The Knox School

ARTICLE III: MEMBERS

All former students who attended The Knox School for a period of not less than one school term shall be considered a member of this Association after her/his class has graduated. It is the right and privilege of Members to vote. Each member shall have one vote. Only dedicated and contributing members of the Association may serve as Officers and Chairmen on the Alumni Council. Additionally, Alumni Council officers and committee chairs are expected to make a donation to the Knox School Annual Fund each fiscal year.

ARTICLE IV: MEETINGS

1) **Regular Meetings:**

- A) The Alumni Association will hold an annual meeting in June during the Alumni Reunion Weekend. It will be for the purpose of electing officers of the Association, receiving reports and transacting business that may arise. The President's report which is presented at the annual meeting will also be made public on the School website.
- B) The Alumni Council will have three meetings per year. It is up to the discretion of the Alumni Council as to when these three meetings will occur during the year. However, at the last Alumni Council meeting of the prior year, the Alumni Council will set a schedule for the following year.
- C) The Executive Board will have three meetings per year. It is up to the discretion of the Executive Board as to when these three meetings will occur during the year. However, at the last Executive Board meeting of the prior year, the Executive Board will set a schedule for the following year.

- 2) **Special Meetings:** Special meetings of the Alumni Association may be called at the request of the President, the Executive Board or at the written request of seven members of the Alumni Association. Special meetings of the Executive Board or Alumni Council may be called at the request of the President.
- 3) **Notice:** Notice of all meetings of Members will be in writing and will state place, date and hour of the meeting, and unless it is an annual meeting, indicate that it is issued by or at the direction of the person or persons calling the meeting. The agenda of any meeting of the Executive Board will be sent with the notice of all special meetings and will state the purpose or purposes for which the meeting is called.
- 4) **Quorum:** All Members present at the annual or any special meeting of the Alumni Association shall constitute a quorum.
- 5) **Minutes:** The minutes of the annual meeting or any special meeting of the Alumni Association will be read and approved at the next succeeding meeting of the Alumni Association and will be maintained on file in the office of the School Administrator assigned to direct Alumni Affairs.
- 6) **Procedure:** Roberts Rule of Order as last revised shall govern the proceedings of all meetings of the Alumni Association, Committees and the Executive Council.

ARTICLE V: EXECUTIVE BOARD

- 1) Officers - The Executive Council of the Association will consist of a President, (2) Vice Presidents, a Secretary, a Treasurer and the School Administrator assigned to direct Alumni Affairs. The Head of School is an ad-hoc member and may attend meetings at will.
- 2) Duties:
 - A) **President**-The President will preside at all meetings of the Association, Council and Executive Officers; will be the primary liaison to the committee chairs, render an annual report to the Association; serve, ex-officio, on the Board Of Trustees; and perform additional functions as described in the guidelines.
 - B) **Vice Presidents**-If the President is absent from a meeting of the Association, the Council or the Executive Board, the First Vice President will preside. The First Vice President will chair the Nominating Committee and report directly to the President. The Second Vice President will assist the First Vice President; serve on the Reunion Planning and Special Events Committee and chair meetings when the President and First Vice President are absent.
 - C) **Secretary**-The Secretary will keep the records and minutes of meetings of the Association, Council and Executive Board; the minutes must be emailed to the entire Executive Board and/or Alumni Council within two weeks after the meeting; attend to correspondence and send such notices of meetings, regular or special and other notices, all as required herein or as requested by the President.
 - D) **Treasurer**- The Treasurer shall be responsible for any funds of the Association and serve as Chair of the Alumni Agents and Annual Giving Committee. She or he will take minutes of the Association, Council and Executive Board when the secretary is unable to do so.
 - E) **Other Officers**-The duties and powers of such other officers as the Executive Board may designate from time to time will be specified by the Executive Board at the time of each such designation.

ARTICLE VI: TERM OF OFFICE

All of the Council Members, except the Head of School and the Administrator to direct Alumni Affairs, shall be elected at the annual business meeting of the Alumni Association held in June during Alumni Reunion Weekend, assume office at the close of the meeting and shall serve for two years. At the expiration of his or her term of office, an Officer may be re-elected for one additional two-year term, but may not serve more than two consecutive terms of office. Any person serving to fill a vacancy of the Council for less than one half of an unexpired term may be re-elected immediately following for two full terms.

ARTICLE VII: EXECUTIVE BOARD POWERS AND DUTIES

- 1) The Alumni Association Executive Board shall transact and manage the business of the Association.
- 2) The Alumni Association Executive Board shall make a report at the Annual Meeting of the Association.
- 3) The Alumni Association Executive Board shall fill any vacancy occurring in an office or standing committee chairmanship until the expiration of the term of the office in which the vacancy exists.
- 4) The Alumni Association Executive Board shall authorize special committees or new standing committees as required and prescribe the duties of all standing committees.
- 5) The Alumni Association Executive Board may arrange the Annual Meeting of the Association to coincide with other alumni special events.
- 6) The Alumni Association Executive Board shall establish procedures for the Alumni Association and may from time to time amend the same.

ARTICLE VIII: EXECUTIVE COUNCIL MEMBERSHIP QUALIFICATIONS

- 1) Voting members of the Executive Board will be drawn from the regular members of the Alumni Association and will represent diverse backgrounds with respect to age, gender, ethnicity, geography and profession.
- 2) Voting members of the Executive Board who do not fulfill their obligations will be replaced in accordance with the nominating or appointing procedures stipulated herein.
- 3) Each voting member of the Executive Board (except the President) will serve as a member of a standing committee.

ARTICLE IX: STANDING COMMITTEES

- 1) Chairs: Standing committee chairs elected or appointed in that capacity are to serve as members of the Alumni Council, assist the Administrator assigned to Alumni Affairs in that which pertains to their committee, vote at all Alumni Council meetings and chair the following committees:
 - a. Alumni Agents and Annual Giving Committee
 - b. Reunion Planning Committee
 - c. Current Student and Young Alumni Relations Committee
 - d. Special Projects, Events and Awards Committee
 - e. Nominating Committee
 - f. Semper Ad Lucem Heritage Committee

- 2) Appointment of Committees members: Each chairman of a Standing Committee will appoint the members of his or her own Committee, subject to the approval and ratification of the Executive Board.
- 3) Special Committees: The Executive Board may appoint Special Committees designating by resolution the chairman, purpose, power and terms of office for the Special Committee.
- 4) Purpose and Membership of Standing Committees:
 - a. Alumni Agents and Annual Giving Committee**
 - i. Purpose – to open and maintain lines of communication between Alumni and the Association, to promote and support the Knox Admissions Department in recruiting new students, and to support and promote annual giving, fund raising, and mini reunions between alumni agents and fellow alumni.
 - ii. Membership:
 1. Chaired by the Association Treasurer
 2. Made up of representatives from HUB years and locations
 - a. Regional Alumni Representatives in Japan HUB, China HUB, Korea HUB, etc.
 - b. Decade Agents: 50s, 60s, 70s, 80s, etc.
 - b. Reunion Planning Committee**
 - i. Purpose – to promote and support our yearly reunion and to assist with setting up and cleaning up at reunion.
 - ii. Membership:
 1. The 2nd Vice President and Specific Reunion Committee Co-Chairs will work together to work with the school to create reunion.
 2. Members should include Banner Years.
 - c. Current Student and Young Alumni Relations Committee**
 - i. Purpose – to reach out to people who could be an inspiration to students and young alumni and to promote career days on campus.
 - ii. Membership
 1. A chair will be appointed from the Membership at Large.
 - d. Special Projects, Events, and Awards Committee**
 - i. Purpose – to promote and support events and projects that benefit the Knox School and to recognize people who give of themselves for Knox.
 - ii. Membership
 1. A chair will be appointed from the Membership at Large.
 - e. Nominating Committee**
 - i. Purpose – to prepare a slate of officers to be presented at the Annual Meeting each year when terms dictate.
 - ii. Membership
 1. The 1st Vice President will Chair this Committee and may choose members from the Executive Board, Committee Chairs, or the Membership at Large to assist in the process.
 - f. Semper Ad Lucem Heritage Committee**
 - i. Purpose – to keep alive the traditions and values of Knox and to help keep memorabilia safe and organized.
 - ii. Membership
 1. A chair will be appointed from the Membership at Large.

ARTICLE X: NOMINATING AND ELECTIONS

- 1) Nominations by committee – The Nominating Committee shall nominate one candidate for each office and chairmanship contingent upon the approval of the Alumni Council. The slate of nominees shall be presented to the members of the Alumni Association prior to the annual meeting of the Alumni Association in June.
- 2) Nominations – Nominations may also be made by Alumni Association members from the floor at the annual meeting of the Alumni Association.
- 3) Candidates - All candidates for election shall be contributing members of the Alumni Association and accept the conditions of membership as set down in Article III of these Bylaws. No candidates name shall be nominated without his/her consent.
- 4) Voting – A plurality of all votes cast shall constitute an election.
- 5) Results – A notice announcing the results of the election shall be promptly sent to the Board of Trustees of The Knox School and the Headmaster. The election of the President will be subject to final approval by the Board of Trustees of The Knox School.

ARTICLE XI: RESIGNATIONS

- 1) Written Resignation - Resignation of Officers, Chairmen and Committee members shall be in writing and shall take effect upon receipt by the Executive Board.
- 2) Involuntary Resignation - The unexcused absence of an Officer or Committee Chair from 2 consecutive meetings of the Executive Board shall be equivalent to a resignation.

ARTICLE XII: REMOVAL OF OFFICERS OR COMMITTEE CHAIRS

Any Officer or Committee Chair, elected or appointed, may be removed from the Alumni Council whenever in its judgment the best interests of the Alumni Association would be served thereby. Such action may be taken at any regular meeting or any special meeting at which due notice of the proposed removal shall have been duly given to the Executive Board. The Officer(s) or Committee Chair(s) involved shall be given an opportunity to be present and to be heard at the meeting at which the removal is considered.

ARTICLE XIII: AMENDMENTS

These By-Laws may be amended by a two-thirds vote of the members of the Alumni Association Executive Board at any regular meeting of the Executive Board or by a two-thirds vote of the members of the Alumni Association present at any regular or special meeting of the Alumni Association, if at least 30 days prior to the date of the meeting of the Alumni Association a copy of such proposed amendment shall have been sent to all reachable members of the Alumni Association via mail, e-mail, facsimile or other method to reach their address as listed in the School's records or without notice to the members of the Alumni Association, if the amendment shall have been recommended by the Executive Board.